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Attorneys for Debtors and Reorganized Debtors

**UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF CALIFORNIA
SAN FRANCISCO DIVISION**

In re:

PG&E CORPORATION,

- and -

**PACIFIC GAS AND ELECTRIC
COMPANY,**

Debtors.

- ☐ Affects PG&E Corporation
☐ Affects Pacific Gas and Electric Company
☒ Affects both Debtors

** All papers shall be filed in the Lead Case, No. 19-30088 (DM).*

Bankruptcy Case No. 19-30088 (DM)

Chapter 11

(Lead Case) (Jointly Administered)

**DECLARATION OF ROBB MCWILLIAMS
IN SUPPORT OF REORGANIZED
DEBTORS' FIFTEENTH THROUGH
SEVENTEENTH OMNIBUS OBJECTIONS
TO CLAIMS (SATISFIED CLAIMS)**

**Response Deadline:
October 14, 2020, 4:00 p.m. (PT)**

Hearing Information If Timely Response Made:

Date: October 28, 2020

Time: 10:00 a.m. (Pacific Time)

Place: (Telephonic Appearances Only)
United States Bankruptcy Court
Courtroom 17, 16th Floor
San Francisco, CA 94102

1 I, Robb C. McWilliams, pursuant to section 1746 of title 28 of the United States Code, hereby
2 declare under penalty of perjury that the following is true and correct to the best of my knowledge,
3 information, and belief:

4 1. I am a Managing Director at the firm of AlixPartners, LLP ("**AlixPartners**"), which is
5 an affiliate of both AlixPartners, LLC and AP Services, LLC, ("**APS**"), which provided interim
6 management services to Pacific Gas and Electric Corporation and Pacific Gas and Electric Company, as
7 debtors and reorganized debtors (collectively, the "**Debtors**," or, as reorganized pursuant to the Plan, the
8 "**Reorganized Debtors**") in the above-captioned chapter 11 cases (the "**Chapter 11 Cases**"). I submit
9 this Declaration in support of the *Reorganized Debtors' Fifteenth Omnibus Objection to Claims*
10 (*Satisfied Claims*), the *Reorganized Debtors' Sixteenth Omnibus Objection to Claims (Satisfied Claims)*,
11 and the *Reorganized Debtors' Seventeenth Omnibus Objection to Claims (Satisfied Claims)* (together,
12 the "**Omnibus Objections**"),¹ filed contemporaneously herewith.

13 2. In my current position, I am responsible for overseeing the Bankruptcy Case Management
14 component of AlixPartners' assignment to assist the Reorganized Debtors with various matters related
15 to these Chapter 11 Cases. My area of responsibility includes the effort by AlixPartners, in coordination
16 with the Reorganized Debtors, to review and assess the validity of all claims asserted against the Debtors,
17 other than (a) Fire Claims and Subrogation Wildfire Claims and (b) providing limited support with
18 respect to Securities Claims. I am generally familiar with the Reorganized Debtors' day-to-day
19 operations, financing arrangements, business affairs, and books and records. Except as otherwise
20 indicated herein, all facts set forth in this Declaration are based upon my personal knowledge, the
21 knowledge of other APS professionals working under and alongside me on this matter, my discussions
22 with the Reorganized Debtors' personnel, the Reorganized Debtors' various other advisors and counsel,
23 and my review of relevant documents and information prepared by the Reorganized Debtors. If called
24 upon to testify, I would testify competently to the facts set forth in this Declaration. I am authorized to
25 submit this declaration on behalf of the Reorganized Debtors.

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27
28 ¹ Capitalized terms used but not otherwise defined herein have the meanings ascribed to such terms in
the Omnibus Objections.

1 3. The AlixPartners team under my supervision has been actively and intimately involved
2 in the claims review and reconciliation process since shortly after the filing of these Chapter 11 Cases.
3 AlixPartners initially assisted the Debtors in the preparation of their bankruptcy schedules based on the
4 Debtors' books and records. As claims were filed, AlixPartners coordinated with the Debtors the process
5 of reconciling filed claims with the Debtors' schedules and books and records to determine the validity
6 of filed claims based on those schedules and books and records. AlixPartners has developed and
7 maintains a claims reconciliation database and various data management applications that are used by
8 the Reorganized Debtors and AlixPartners to identify both valid claims as well as claims that are not
9 valid in whole or in part and the appropriate grounds for objection to such claims. AlixPartners is now
10 supporting, and will continue to support, the efforts of the Reorganized Debtors and their counsel to
11 resolve disputed claims, including by formal objections as necessary.

12 4. As part of the claims review and reconciliation process described above, the AlixPartners
13 team, working with the Reorganized Debtors' personnel and other professionals, has identified a number
14 of filed and scheduled claims that have been fully paid—and thus completely satisfied and released—
15 prior to the commencement of or over the course of these Chapter 11 Cases. The Omnibus Objections
16 are directed to some of those claims—those specifically identified in **Exhibit 1** to each Omnibus
17 Objection, in the column headed "Claims To Be Disallowed And Expunged," and referred to in the
18 Omnibus Objections as "Satisfied Claims." **Exhibit 1** to each Omnibus Objection was prepared by the
19 AlixPartners team under my overall supervision, and I am familiar with both documents, their contents,
20 and the process under which they were prepared.

21 5. **Exhibit 1** to each Omnibus Objection also identifies in the "Basis for Objection" that the
22 Satisfied Claims are classified as either (1) "Cure Payments," referring to Claims paid in their entirety
23 as a cure as part of the assumption of an executory contract or unexpired lease that was assumed on the
24 Effective Date pursuant to the Plan and Confirmation Order or (2) "Other Satisfied," referring to claims
25 that have otherwise been satisfied prior to or during the pendency of these Chapter 11 Cases, in most
26 cases by payments pursuant to an order granting one of the Debtors' first day motions.

27 6. Based on AlixPartners' review of the Reorganized Debtors' books and records and my
28 team's consultations with the Reorganized Debtors' personnel, each of the Satisfied Claims identified

1 on **Exhibit 1** to each Omnibus Objection has been satisfied prior to or over the course of the Chapter 11
2 Cases.

3 Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury that the foregoing is true and
4 correct to the best of my knowledge, information, and belief. Executed this seventeenth day of
5 September, 2020, in Dallas, Texas.

6 /s/ Robb McWilliams
Robb McWilliams